

Hearing Date: January 12, 2007
Hearing Time: 10:00 a.m. (Prevailing Eastern Time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
:
DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)
:
Debtors. : (Jointly Administered)
:
:
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PROPOSED FOURTEENTH OMNIBUS HEARING AGENDA

Location Of Hearing: United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, Room 610, 6th Floor, One Bowling Green, New York, New York 10004-1408

The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- A. Introduction
- B. Continued Or Adjourned Matters (5 Matters)
- D. Contested Matters (5 Matters)
- E. Adversary Proceedings (1 Matter)

B. Continued Or Adjourned Matters*

- 1. **"KECP Annual Incentive Program"** – Motion For Order Under 11 U.S.C. §§ 105 And 363 Authorizing The Debtors To Implement A Key Employee Compensation Program (Docket No. 213)
 - Response Filed:* *None.*
 - Reply Filed:* *None.*
 - Related Filings:* *Supplement To KECP Motion (Docket No. 213)
Seeking Authority To: (A) Fix Second Half 2006 AIP Targets And Continue AIP Program And (B) Further Adjourn KECP Emergence Incentive Program Hearing (Docket No. 4419)*
 - Order Under 11 U.S.C. §§ 105 And 363 Authorizing The Debtors To: (A) Fix Second Half 2006 AIP Targets And Continue AIP Program And (B) Further Adjourn KECP Emergence Incentive Program Hearing (Docket No. 4660)*
 - Status:* *By agreement of the Debtors and the Official Committee of Unsecured Creditors this matter is being adjourned to the February 15, 2007 omnibus hearing. The Debtors anticipate filing a Second Supplement to KECP Motion in accordance with the Amended Eighth Supplemental Case Management Order.*

* Motions found at the following docket numbers that appeared on previous Proposed Hearing Agendas have been voluntarily withdrawn from the agenda and would need to be re-noticed under the Case Management Order to be reinstated on an agenda: Docket Nos. 4778, 4912, and 5153 (Mercedes-Benz U.S. International, Inc.'s Motion to File Claims, Methode Electronics, Inc.'s Setoff Motion and Computer Patent Annuities Limited's Motion To Assume Or Reject Executory Contract) and Delphi Medical Systems Colorado Corporation Adv. Pro. No. 06-01677, Docket No. 2 (Summons with Notice of Pre-Trial Conference)

2. **"KECP Emergence Incentive Program"** – Motion For Order Under 11 U.S.C. §§ 105 And 363 Authorizing The Debtors To Implement A Key Employee Compensation Program (Docket No. 213)

Responses Filed: *Objection Of Wilmington Trust Company, As Indenture Trustee, To Debtors' Motion For Order Under 11 U.S.C. §§ 105 And 363 Authorizing The Debtors To Implement A Key Employee Compensation Program (Docket No. 1133)*

Objections Of USW To Debtors' Motion For Order Under §§ 105 And 363 Authorizing The Debtors To Implement A Key Employee Compensation Program (Docket No. 1134)

Objection And Memorandum Of UAW In Opposition To Debtors' Motion For An Order Authorizing Debtors To Implement A Key Employee Compensation Program (Docket No. 1135)

Objection Of Pension Benefit Guaranty Corporation To Debtors' Motion For Order §§ 105 And 363 Authorizing Debtors To Implement A Key Employee Compensation Program (Docket No. 1141)

Objections And Memorandum Of Law In Support Of Objection Of IBEW Local 663 And IAM District 10 To Motion For Order Authorizing Debtors To Implement A Key Employee Compensation Plan (Docket No. 1156)

Limited Objection Of The Prepetition Agent To The Debtors' Motion For Order Under §§ 105 And 363 Authorizing The Debtors To Implement A Key Employee Compensation Program (Docket No. 1157)

Objections And Memorandum Of Law Of International Union Of Operating Engineers Local Union Nos. 18, 101 And 832 To Debtors' Motion For An Order Authorizing The Debtors To Implement A Key Employee Compensation Program (Docket No. 1159)

Lead Plaintiffs' Objection To Debtors' Motion For Order Under §§ 105 And 363 Authorizing Debtors

To Implement A Key Employee Compensation Program (Docket No. 1161)

Objection And Memorandum Of Law In Support Of Objection Of IUE-CWA To Motion For Order Under §§ 105 And 363 Authorizing The Debtors To Implement A Key Employee Compensation Program ("KECP Motion") (Docket No. 1164)

United States Trustee's Objection To Debtors' Motion For Order Under §§ 105 And 363 Authorizing The Debtors To Implement A Key Employee Compensation Program (Docket No. 1288)

Reply Filed:

Debtors' Omnibus Response To Objections To Their Motion For Order Under 11 U.S.C. §§ 105 And 363 Authorizing The Debtors To Implement A Key Employee Compensation Program (Docket No. 2210)

Related Filings:

Affidavit In Support Of Objection Of IUE-CWA To Motion For Order Under §§ 105 & 363 Authorizing The Debtors To Implement A Key Employee Compensation Program (Docket No. 1168)

Letter Regarding Electronic Filing Of Objection To Motion Of Debtors' For Order Under §§ 105 And 363 Authorizing The Debtors To Implement A Key Employee Compensation Program (Docket No. 1209)

Declaration Of Mark Shaw (Docket No. 2054)

Supplement To KECP Motion (Docket No. 213) Seeking Authority To: (A) Fix Second Half 2006 AIP Targets And Continue AIP Program And (B) Further Adjourn KECP Emergence Incentive Program Hearing (Docket No. 4419)

Order Under 11 U.S.C. §§ 105 And 363 Authorizing The Debtors To: (A) Fix Second Half 2006 AIP Targets And Continue AIP Program And (B) Further Adjourn KECP Emergence Incentive Program Hearing (Docket No. 4660)

Status: *By agreement of the Debtors and the Official Committee of Unsecured Creditors this matter is being adjourned to the February 15, 2007 omnibus hearing.*

3. **"Creditors' Committee GM Claims and Defenses Motion"** – Motion For An Order Authorizing The Official Committee Of Unsecured Creditors To Prosecute The Debtors' Claims And Defenses Against General Motors Corporation And Certain Former Officers Of The Debtors (Docket No. 4718)

Response Filed: *Debtors' Preliminary Objection To Motion For Order Authorizing Official Committee Of Unsecured Creditors To Prosecute Debtors' Claims And Defenses Against General Motors Corporation And Certain Former Officers Of Debtors (Docket No. 4859)*

Reply Filed: *None.*

Related Filings: *Ex Parte Motion For An Order Authorizing The Official Committee Of Unsecured Creditors To File Under Seal Exhibits To The Committee's Motion For An Order Authorizing It To Prosecute The Debtors' Claims And Defenses Against General Motors Corporation And Certain Former Officers Of The Debtors (Docket No. 4689)*

Affidavit In Support Of Ex Parte Motion For An Order Authorizing The Official Committee Of Unsecured Creditors To File Under Seal Exhibits To The Committee's Motion For An Order Authorizing It To Prosecute The Debtors' Claims And Defenses Against General Motors Corporation And Certain Former Officers Of The Debtors (Docket No. 4690)

Order Authorizing The Official Committee Of Unsecured Creditors To File Under Seal Exhibits To The Committee's Motion For An Order Authorizing It To Prosecute The Debtors' Claims And Defenses Against General Motors Corporation And Certain Former Officers Of The Debtors (Docket No. 4691)

Exhibits A & B To Motion For An Order Authorizing The Official Committee Of Unsecured Creditors To Prosecute The Debtors' Claims And Defenses

*Against General Motors Corporation And Certain
Former Officers Of The Debtors (Docket No. 4738)*

*Stipulation And Agreed Order Amending Order
Authorizing The Official Committee Of Unsecured
Creditors To File Under Seal Exhibits To The
Committee's Motion For An Order Authorizing It To
Prosecute The Debtors' Claims And Defenses
Against General Motors Corporation And Certain
Former Officers Of The Debtors (Docket No. 4831)*

*So Ordered Stipulation And Agreed Order Amending
Order Authorizing The Official Committee Of
Unsecured Creditors To File Under Seal Exhibits To
The Committee's Motion For An Order Authorizing
It To Prosecute The Debtors' Claims And Defenses
Against General Motors Corporation And Certain
Former Officers Of The Debtors (Docket No. 4837)*

*Proposed Second Stipulation and Agreed Order
Amending Order Authorizing the Official Committee
of Unsecured Creditors to File Under Seal Exhibits
to the Committee's Motion for an Order Authorizing
it to Prosecute the Debtor's Claims and Defenses
Against General Motors Corporation and Certain
Former Officers of the Debtors (Docket No. 4902)*

*Second Stipulation And Agreed Order Amending
Order Authorizing The Official Committee Of
Unsecured Creditors To File Under Seal Exhibits To
The Committee's Motion For An Order Authorizing
It To Prosecute The Debtors' Claims And Defenses
Against General Motors Corporation And Certain
Former Officers Of The Debtors (Docket No. 4928)*

*Objection Of The Official Committee Of Equity
Security Holders Of The Motion For Order
Authorizing The Official Committee Of Unsecured
Creditors To Prosecute The Debtors' Claims And
Defenses Against General Motors Corporation And
Certain Former Officers Of The Debtors (Docket No.
5070)*

*Status: By agreement of the parties this matter is being
adjourned to the February 15, 2007 omnibus
hearing.*

4. **"Ex Parte Motion To File Supplemental Objection Under Seal"**– Ex Parte Motion For Order Authorizing The Official Committee Of Equity Security Holders To File Under Seal A Supplemental Objection In Further Support Of The Equity Committee's Objection To The Motion For An Order Authorizing The Official Committee Of Unsecured Creditors To Prosecute The Debtors' Claims And Defenses Against General Motors Corporation And Certain Former Officers Of The Debtors (Docket No. 5229)

Response Filed: *Comment Of The Official Committee Of Unsecured Creditors To Ex Parte Motion For Order Authorizing The Official Committee Of Equity Security Holders To File Under Seal A Supplemental Objection To Motion For Order Authorizing The Official Committee Of Unsecured Creditors To Prosecute The Debtors' Claims And Defenses Against General Motors Corporation And Certain Former Officers Of The Debtors (Docket No. 5230)*

Reply Filed: *None.*

Related Filings: *Motion For An Order Authorizing The Official Committee Of Unsecured Creditors To Prosecute The Debtors' Claims And Defenses Against General Motors Corporation And Certain Former Officers Of The Debtors (Docket No. 4718)*

Objection Of The Official Committee Of Equity Security Holders To The Motion For An Order Authorizing The Official Committee Of Unsecured Creditors To Prosecute The Debtors' Claims And Defenses Against General Motors Corporation And Certain Former Officers Of The Debtors (Docket No. 5070)

Status: *By agreement of the parties this matter is being adjourned to the February 15, 2007 omnibus hearing.*

5. **"Kyocera Motion"**– Motion Of Kyocera Industrial Ceramics Corporation For Relief From The Automatic Stay To Permit It To Exercise Setoff And/Or Recoupment Rights (Docket No. 6273)

Response Filed: *None.*

Reply Filed: *None.*

Related Filings: *None.*

Status: *By agreement of the parties this matter is being adjourned to the February 15, 2007 omnibus hearing.*

D. Contested Matters

6. **"Cadence Administrative Expense Claim Application"** – Cadence Innovation LLC's Application Pursuant To 11 U.S.C. § 503, For Allowance And Payment Of An Administrative Expense Claim (Docket No. 5774)

Response Filed: *Debtors' (1) Objection To Cadence Innovations LLC's Motion For Relief From Automatic Stay To Proceed With Patent Litigation Against Debtors, And (2) Response To Cadence Innovations LLC's Application Pursuant To 11 U.S.C. § 503 For Allowance And Payment Of Administrative Expense Claim (Docket No. 6445)*

Reply Filed: *Omnibus Reply Of Cadence Innovation LLC In Support Of Its Motion For Relief From The Automatic Stay To Proceed With Its Patent Litigation Against The Debtors And Application Pursuant To 11 U.S.C. § 503 For Allowance And Payment Of An Administrative Expense Claim (Docket No. 6526)*

Related Filings: *None.*

Status: *The hearing with respect to this matter will be proceeding.*

7. **"Cadence Motion For Relief From The Automatic Stay To Proceed With Patent Litigation"** – Cadence Innovation LLC's Motion For Relief From The Automatic Stay To Proceed With Its Patent Litigation Against The Debtors (Docket No. 5777)

Response Filed: *Debtors' (1) Objection To Cadence Innovations LLC's Motion For Relief From Automatic Stay To Proceed With Patent Litigation Against Debtors, And (2) Response To Cadence Innovations LLC's Application Pursuant To 11 U.S.C. § 503 For Allowance And Payment Of Administrative Expense Claim (Docket No. 6445)*

Reply Filed: *Omnibus Reply Of Cadence Innovation LLC In Support Of Its Motion For Relief From The Automatic Stay To Proceed With Its Patent Litigation Against The Debtors And Application Pursuant To 11 U.S.C. § 503 For Allowance And Payment Of An Administrative Expense Claim (Docket No. 6526)*

Related Filings: *None.*

Status: *The hearing with respect to this matter will be proceeding.*

8. **"Fourth Omnibus Claims Objection"**– Debtors' Fourth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain Duplicate And Amended Claims (Docket No. 6099)

Responses Filed: *Response Of Hayes Lemmerz International, Inc.(On Behalf Of Itself And Its Affiliates And Subsidiaries) To Debtors' Fourth Omnibus Claims Objection (Procedural) Under 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain Duplicate And Amended Claims (Docket No. 6385)*

Response Of Retirees Of Delphi Corp. Or Any Of Its Predecessors, Subsidiaries Or Related Entities Who Were Represented By IUE-CWA During Their Employment To Notice Of Objection To Claim And To Fourth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain Duplicate And Amended Claims (Docket No. 6424)

Response Of IUE-CWA/Delphi Corp. Joint Activities Center To Notice Of Objection To Claim And To Fourth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain Duplicate And Amended Claims (Docket No. 6426)

Response Of Local 711 IUE-CWA And Its Members To Notice Of Objection To Claim And To Fourth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain Duplicate And Amended Claims (Docket No. 6427)

*Response Of Local 698 IUE-CWA And Its Members
To Notice Of Objection To Claim And To Fourth
Omnibus Objection (Procedural) Pursuant To 11
U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To
Certain Duplicate And Amended Claims (Docket No.
6428)*

*Response Of Local 717 IUE-CWA And Its Members
To Notice Of Objection To Claim And To Fourth
Omnibus Objection (Procedural) Pursuant To 11
U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To
Certain Duplicate And Amended Claims (Docket No.
6429)*

*Response Of Local 718 IUE-CWA And Its Members
To Notice Of Objection To Claim And To Fourth
Omnibus Objection (Procedural) Pursuant To 11
U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To
Certain Duplicate And Amended Claims (Docket No.
6430)*

*Response of Local 755 IUE-CWA And Its Members
To Notice Of Objection To Claim And To Fourth
Omnibus Objection (Procedural) Pursuant To 11
U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To
Certain Duplicate And Amended Claims (Docket No.
6431)*

*Response Of Local 801 IUE-CWA And Its Members
To Notice Of Objection To Claim And To Fourth
Omnibus Objection (Procedural) Pursuant To 11
U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To
Certain Duplicate And Amended Claims (Docket No.
6433)*

*Response Of Local 1111 IUE-CWA And Its Members
To Notice Of Objection To Claim And To Fourth
Omnibus Objection (Procedural) Pursuant To 11
U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To
Certain Duplicate And Amended Claims (Docket No.
6434)*

*Response Of Local 416 IUE-CWA And Its Members
To Notice Of Objection To Claim And To Fourth
Omnibus Objection (Procedural) Pursuant To 11
U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To*

Certain Duplicate And Amended Claims (Docket No. 6435)

DBM Technologies, LLC's Response To Debtors' Objection To Proof Of Claim 12387 (Docket No. 6436)

Confirmation Of Extension And Response Of IBEW Local 663, IAMAW District 10 And Lodge 78 And IUOE To The Locals 1015, 8325 And 185 To The Fourth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain Duplicate And Amended Claims ("Fourth Omnibus Claim Objection") (Docket No. 6454)

Reply Filed: *Debtors' Omnibus Reply In Support Of Debtors' Fourth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain Duplicate And Amended Claims (Docket No. 6537)*

Related Filings: *None.*

Status: *The hearing with respect to this matter will be proceeding for claims other than the claims of IAMAW District 10 and Lodge 78, IBEW Local 663, and International Union Of Operating Engineers Local 101S, which have been adjourned to the claims hearing on February 14, 2007.*

9. **"Fifth Omnibus Claims Objection"**– Debtors' Fifth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Claims With Insufficient Documentation And (B) Claims Not Reflected On Debtors' Books And Records (Docket No. 6100)

Responses Filed: *Response Of The State Of Michigan, Department Of Treasury To Debtors' Fifth Omnibus Objection To Claims (Docket No. 6266)*

Response Of Oetiker, Inc. To Debtors' Fifth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Claims With Insufficient Documentation And (B) Claims Not Reflected On Debtors' Books And Records (Docket No. 6394)

Samtech Corporation's Response To Debtors' Fifth Omnibus Objection (Substantive) Pursuant To

*11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007
To Certain (A) Claims With Insufficient
Documentation And (B) Claims Not Reflected On
Debtors' Books And Records (Docket No. 6400)*

*Response Of Textron Financial Corporation To
Debtors' Fifth Omnibus Objection (Substantive)
Pursuant To 11 U.S.C. § 502(b) And Fed. R.
Bankr. P. 3007 To Certain (A) Claims With
Insufficient Documentation And (B) Claims Not
Reflected On Debtors' Books And Records (Docket
No. 6404)*

*Response Of Yilmaz Sahinkaya To The Debtors'
Fifth Omnibus Objection (Docket No. 6421)*

*Response Of Sierra Liquidity Fund, LLC To The
Debtors' Fifth Omnibus Objection (Docket No.
6422)*

*Response Of Energy Engineering & Consulting
Services, LLC To The Debtors' Fifth Omnibus
Objection (Docket No. 6443)*

*Claimant Control Masters, Inc.'s Response To
Debtors' Fifth Omnibus Claims Objection And
Response To Debtors' Notice Of Objection To Claim
(Docket No. 6545)*

*Siemens VDO Automotive SAS's Response To The
Debtors' Fifth Omnibus Claims Objection (Docket
No. 6550)*

Reply Filed: *Debtors' Omnibus Reply In Support Of Debtors'
Fifth Omnibus Objection (Substantive) Pursuant To
11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To
Certain (A) Claims With Insufficient Documentation
And (B) Claims Not Reflected On Debtors' Books
And Records (Docket No. 6534)*

Related Filings: *None.*

Status: *The hearing will proceed with respect to claims for
which no responses have been filed. The hearing
will be adjourned with respect to all other responses
to future claims hearing dates upon service of
applicable notices of adjournment in accordance*

with this Court's Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December 7, 2006 (Docket No. 6089).

10. **"Third 1121(d) Exclusivity Extension Motion"**– Motion For Order Under 11 U.S.C. § 1121(d) Extending Debtors' Exclusive Periods Within Which To File And Solicit Acceptances Of Reorganization Plan (Docket No. 6285)

Responses Filed: Objection Of The Official Committee Of Unsecured Creditors To Motion For Order Under 11 U.S.C. § 1121(d) Extending Debtors' Exclusive Periods Within Which To File And Solicit Acceptances Of Reorganization Plan (Docket No. 6440); Statement Of The Official Committee Of Unsecured Creditors In Support Of The Expedited Motion For Order Authorizing And Approving The Equity Purchase And Commitment Agreement Pursuant To §§ 105(a), 363(b), 503(b) And 507(a) Of The Bankruptcy Code And The Plan Framework Support Agreement Pursuant To §§ 105(a), 363(b) And 1125(e) Of The Bankruptcy Code, Withdrawal Of Preliminary Objection Thereto, And Withdrawal Of Objection To Debtors' Motion For Order Extending Exclusive Periods Within Which To File And Solicit Acceptances Of Reorganization Plan (Docket No. 6532)

Highland Capital Management, LP's Limited Objection To Motion For Order Under 11 U.S.C. § 1121(d) Extending Debtors' Exclusive Periods Within Which To File And Solicit Acceptances Of Reorganization Plan (Docket No. 6442)

Statement Of The Official Committee Of Equity Security Holders In Response To Motion For Order Under 11 U.S.C. § 1121(d) Extending Debtors' Exclusive Periods Within Which To File And Solicit Acceptances Of Reorganization Plan (Docket No. 6444)

Response Of Mercedes-Benz International, Inc. To Debtors' "Motion For Order Under 11 U.S.C. § 1121(d) Extending Debtors' Exclusive Periods Within Which To File And Solicit Acceptances Of Reorganization Plan" (Docket No. 6535)

Reply Filed: *Debtors' Omnibus Reply To Objections To Debtors' Motion For Order Under 11 U.S.C § 1121(d) Extending Debtors' Exclusive Periods Within Which To File And Solicit Acceptances Of Reorganization Plan (Docket No. 6536)*

Related Filings: *None.*

Status: *The hearing with respect to this matter will be proceeding.*

E. Adversary Proceedings

11. **"Delphi Corporation's Complaint To Recover Property Of The Estate Against NYCH LLC dba RCS Computer Experience"**– Complaint To Recover Property Of The Estate (Adversary Proceeding No. 06-01902) (Docket No. 1)

Responses Filed: *Defendant's Answer To Complaint (Docket No. 6)*
Defendant's Rule 7.1 Statement (Docket No. 7)

Reply Filed: *None.*

Related Filings: *Summons And Notice Of Pretrial Conference In An Adversary Proceeding (Docket No. 2)*
Summons And Notice Of Pretrial Conference In An Adversary Proceeding (Docket No. 3)
Notice Of Adjournment Of Pretrial Conference (Docket No. 5)

Status: *The Pre-Trial Conference is being adjourned to the February 15, 2007 omnibus hearing.*

Dated: New York, New York
January 11, 2007

SKADDEN, ARPS, SLATE, MEAGHER
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